

**This order is SIGNED.**

**Dated: June 19, 2019**



**JOEL T. MARKER**  
**U.S. Bankruptcy Judge**



Kenneth L. Cannon II (3705) (kcannon@djplaw.com)

Penrod W. Keith (4860) (pkeith@djplaw.com)

**DURHAM JONES & PINEGAR, P.C.**

111 South Main Street, Suite 2400

P O Box 4050

Salt Lake City, UT 84110-4050

Telephone: (801) 415-3000

Fax: (801) 415-3500

Proposed Attorneys for Debtor and Debtor in Possession

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re:

NOAH OPERATIONS RICHARDSON TX,  
LLC; NOAH OPERATIONS SUGARLAND  
TX, LLC; NOAH OPERATIONS  
CHANDLER AZ, LLC; and NOAH  
CORPORATION,

Debtors.

Bankruptcy Case No. 19-23492

Bankruptcy Case No. 19-23571

Bankruptcy Case No. 19-23810

Bankruptcy Case No. 19-23840

(Jointly Administered)

Chapter 11

Honorable Joel T. Marker

[This Order affects only Noah Corporation]

**ORDER APPROVING DEBTOR'S APPLICATION PURSUANT TO  
SECTION 327(a) OF THE BANKRUPTCY CODE TO RETAIN  
AND EMPLOY DURHAM JONES & PINEGAR AS COUNSEL**

The application dated May 31, 2019 (the "Application") of debtor Noah Corporation (the "Debtor") for an Order, authorizing the Debtor's employment of Durham Jones & Pinegar, P.C. ("DJP") as its counsel pursuant to section 327(a) of the Bankruptcy Code, and Rules 2014 and 5002 of the Federal Rules of Bankruptcy Procedure, came on for hearing. The Court, having reviewed and considered the Application, the declaration of Kenneth L. Cannon II filed in

support of the Application, and any objection filed to the Application, having found that notice of the Application is sufficient and that DJP is disinterested, and having made additional findings and conclusions on the record which are by this reference incorporated herein, and good cause appearing therefor, hereby

ORDERS:

1. The Application is granted.
2. The Debtor's employment of DJP for the purposes set forth in the Application is approved, effective as of May 28, 2019, on the terms set forth in the Application.
2. DJP shall be compensated for its services in this case and reimbursed for associated expenses in accordance with the applicable provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and any future orders of this Court, and all compensation and reimbursement allowed to DJP shall be an administrative expense of this chapter 11 case.

\* \* \* \* **END OF ORDER** \* \* \* \*

**DESIGNATION OF PARTIES TO BE SERVED**

Service of the foregoing **ORDER APPROVING DEBTOR'S APPLICATION PURSUANT TO SECTION 327(a) OF THE BANKRUPTCY CODE TO RETAIN AND EMPLOY DURHAM JONES & PINEGAR AS COUNSEL** shall be served to the parties and in the manner designated below:

**By Electronic Service:** I certify that the parties of record in this case as identified below, are registered CM/ECF users.

- Ryan C. Cadwallader rcadwallader@kmclaw.com, tsanders@kmclaw.com
- Steven W. Call scall@rqn.com, docket@rqn.com
- Kenneth L. Cannon kcannon@djplaw.com, khughes@djplaw.com
- P. Matthew Cox bankruptcy\_pmc@scmlaw.com
- T. Edward Cundick tec@clydesnow.com, laardema@clydesnow.com
- Penrod W. Keith pkeith@djplaw.com, khughes@djplaw.com
- Julie E. Kenworthy jkenworthy@kmclaw.com
- Reid W. Lambert rlambert@strongandhanni.com, tlawrence@strongandhanni.com
- John T. Morgan jr john.t.morgan@usdoj.gov,  
James.Gee@usdoj.gov;Lindsey.Huston@usdoj.gov
- Erik A. Olson eolson@olsontrial.com
- Shawn T. Richards srichards@kmclaw.com
- Mark C. Rose mrose@mbt-law.com, markcroselegal@gmail.com
- Brian M. Rothschild brothschild@parsonsbehle.com, ecf@parsonsbehle.com
- United States Trustee USTPRegion19.SK.ECF@usdoj.gov

**By U.S. Mail** - In addition to the parties of record receiving notice through the CM/ECF system, the following parties should be served notice pursuant to Fed R. Civ. P. 5(b).

- *Attached List*

/s/ Penrod W. Keith

Penrod W. Keith

## Certificate of Notice Page 4 of 6

Robert Baker  
98 West 550 North  
Vineyard, UT 84059

Jeannette Bonin  
c/o Charles V. Bonin  
133 Washington Street  
Morristown, NJ 07960

Julie/Brent Cashin  
3008 The Strand  
Manhattan Beach, CA 90266

Judi Davenport  
3263 Claremont Way  
Napa, CA 94558

LaRayne Day  
1563 East Spyglass Hill Dr.  
Draper, UT 84020

Dan Naylor  
2595 East 9900 South  
Sandy, UT 84092

Sherrie East  
100 N Tryon Street  
Charlotte, NC 28255

Victor Grijalva  
449 Avalon Lane  
Coppell, TX 75019

Guggenheim Retail Real Estate  
Partners  
3000 Internet Boulevard  
Frisco, TX 75034

Chris Hoke  
1709 Shady Knoll Court  
Sewisckley, PA 15143

Elaine Horrocks  
1467 Indian Hills Dr  
Salt Lake City, UT 84108

Kristin Matthews  
4821 SW 35<sup>th</sup> Place  
Portland, OR 97221-3904

Andrew Moyce  
1163 Ashmount Avenue  
Piedmont, CA 94610

Nancy Neil  
2640 West 15090 South  
Bluffdale, UT 84065

Robyn Openshaw  
8086 Courtyard Loop  
Park City, UT 84098

The Real Mint LLC  
Attn: Mary Ann Holda  
768 Harris Point Dr.  
Virginia Beach, VA 23455

Rockwell Debt-Free Properties, Inc.  
8494 South 700 East Ste. 200  
Sandy, UT 84070

William Hassel Schjelderup  
3755 Evelyn Dr.  
Salt Lake City, UT 84124

Lorrie Stark  
4542 Temple Shadows Dr  
Cedar Hills, UT 84062-8669

Doug Sullivan  
11648 S Ingot Way  
South Jordan, UT 84095

Internal Revenue Service  
Centralized Insolvency Operations  
P O Box 7346  
Philadelphia, PA 19101-7346

Utah State Tax Commission  
Taypayer Services Division  
Attention: Michelle Riggs  
210 North 1950 West  
Salt Lake City, UT 84134

Securities & Exchange Commission  
Attn: Daniel J. Wadley  
351 S. West Temple, Suite 6.100  
Salt Lake City, UT 84101

Mark Hashimoto  
Piercy Bowler Taylor & Kern  
7050 S Union Park Avenue, Ste 140  
Midvale, UT 84047

**Certificate of Notice Page 5 of 6**  
 United States Bankruptcy Court  
 District of Utah

In re:  
 Noah Corporation  
 Debtor

Case No. 19-23840-JTM  
 Chapter 11

**CERTIFICATE OF NOTICE**

District/off: 1088-2

User: djf  
 Form ID: pdforl

Page 1 of 2  
 Total Noticed: 24

Date Rcvd: Jun 19, 2019

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jun 21, 2019.

op +Mark Hashimoto, Piercy Bowler Taylor & Kern, 7050 South Union Park Avenue, Suite 140, Midvale, UT 84047-4170  
 +Securities & Exchange Commission, Attn: Daniel J. Wadley, 351 S. West Temple, Suite 6.100, Salt Lake City, UT 84101-1908  
 11319520 +Andrew Moyce, 1163 Ashmount Ave., Piedmont, CA 94610-1206  
 11319573 +Chris Hoke, 1709 Shady Knoll Court, Sewisckley, PA 15143-8885  
 11319588 +Dan Naylor, 2595 East 9900 South, Sandy, UT 84092-5557  
 11319613 +Doug Sullivan, 11648 S Ingot Way, South Jordan, UT 84095-7833  
 11319622 +Elaine Horrocks, 1467 Indian Hills Dr, Salt Lake City, UT 84108-2411  
 11319652 +Guggenheim Retail Real Estate Partners, 3000 Internet Boulevard, Frisco, TX 75034-1991  
 11319692 +Jeannette Bonin, c/o Charles V. Bonin, 133 Washington Street, Morristown, NJ 07960-8625  
 11319715 +Judi Davenport, 3263 Claremont Way, Napa, CA 94558-3313  
 11319717 +Julie/Brent Cashin, 3008 The Strand, Manhattan Beach, CA 90266-3952  
 11319733 Kristin Matthews, 4821 SW 33th PL, Portland, OR 97221-3904  
 11319735 +LaRayne Day, 1563 East Spyglass Hill Dr., Draper, UT 84020-5603  
 11319754 Lorrie Stark, 4542 Temple Shadows Dr, Cedar Hills, UT 84062-8669  
 11319805 +Nancy Neil, 2640 West 15090 South, Bluffdale, UT 84065-5075  
 11319879 ++ROCKWELL DEBT FREE PROPERTIES INC, 8494 S 700 E STE 200, SANDY UT 84070-0556  
 (address filed with court: Rockwell Debt-Free Properties, Inc., 8494 South 700 East Ste. 200, Sandy, UT 84070)  
 11319870 +Robert Baker, 98 West 550 North, Vineyard, UT 84059-4504  
 11319878 +Robyn Openshaw, 8086 Courtyard Loop, Park City, UT 84098-4698  
 11319904 +Sherrie East, 100 N Tryon Street, Charlotte, NC 28255-0001  
 11319986 +The Real Mint LLC, Attn: Mary Ann Holda, 768 Harris Point Dr., Virginia Beach, VA 23455-4721  
 11320022 +Victor Grijalva, 449 Avalon Lane, Coppell, TX 75019-7582  
 11320034 +William Hassel Schjelderup, 3755 Evelyn Dr., Salt Lake City, UT 84124-2305

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

11319666 E-mail/Text: cio.bncmail@irs.gov Jun 20 2019 02:48:16 Internal Revenue Service, Centralized Insolvency Operations, P O Box 7346, Philadelphia, PA 19101-7346  
 11319879 E-mail/Text: jordan@rockwelltic.com Jun 20 2019 02:47:59 Rockwell Debt-Free Properties, Inc., 8494 South 700 East Ste. 200, Sandy, UT 84070  
 11320018 +E-mail/Text: TXBANKRUPT@UTAH.GOV Jun 20 2019 02:47:53 Utah State Tax Commission, Taxpayer Services Division, Attention: Michelle Riggs, 210 North 1950 West, Salt Lake City, UT 84134-9000

TOTAL: 3

\*\*\*\*\* BYPASSED RECIPIENTS \*\*\*\*\*

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

Addresses marked '++' were redirected to the recipient's preferred mailing address pursuant to 11 U.S.C. 342(f)/Fed.R.Bank.PR.2002(g)(4).

**I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.**

**Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Jun 21, 2019

Signature: /s/Joseph Speetjens

**CM/ECF NOTICE OF ELECTRONIC FILING**

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on June 19, 2019 at the address(es) listed below:

Brian M. Rothschild on behalf of Creditor Ad Hoc Committee of TIC Owners  
 brothschild@parsonsbehle.com, ecf@parsonsbehle.com  
 Erik A. Olson on behalf of Creditor Makena Herget eolson@olsontrial.com  
 Erik A. Olson on behalf of Creditor Norman Lee eolson@olsontrial.com  
 Erik A. Olson on behalf of Creditor Anthony Perricone eolson@olsontrial.com  
 Erik A. Olson on behalf of Creditor The Thomas Family Trust eolson@olsontrial.com

District/off: 1088-2

User: djf  
Form ID: pdfor1

Page 2 of 2  
Total Noticed: 24

Date Rcvd: Jun 19, 2019

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Erik A. Olson on behalf of Creditor The Moyce Family Trust dated 1989 eolson@olsontrial.com  
Erik A. Olson on behalf of Creditor Naylor Investments eolson@olsontrial.com  
Erik A. Olson on behalf of Creditor Mark Dryjas eolson@olsontrial.com  
Erik A. Olson on behalf of Creditor Ivy Fasko eolson@olsontrial.com  
Erik A. Olson on behalf of Creditor Thomas Funk eolson@olsontrial.com  
Erik A. Olson on behalf of Creditor Ross Greco eolson@olsontrial.com  
Erik A. Olson on behalf of Creditor Shawn and Teri Lund eolson@olsontrial.com  
Erik A. Olson on behalf of Creditor Kiran Holdings, LLC eolson@olsontrial.com  
Erik A. Olson on behalf of Creditor Real Mint eolson@olsontrial.com  
Erik A. Olson on behalf of Creditor The Pamela H. Ramsey Revocable Trust dated July 7, 1995 eolson@olsontrial.com  
John T. Morgan tr on behalf of U.S. Trustee United States Trustee john.t.morgan@usdoj.gov, James.Gee@usdoj.gov;Lindsey.Huston@usdoj.gov  
Julie E. Kenworthy on behalf of Creditor Rockwell Debt Free Properties, Inc. jkenworthy@kmclaw.com  
Kenneth L. Cannon, II on behalf of Debtor Noah Corporation kcannon@djplaw.com, khughes@djplaw.com  
Mark C. Rose on behalf of Creditor TIC Owners - Dickinson, TX mrose@mbt-law.com, markcroselegal@gmail.com  
P. Matthew Cox on behalf of Creditor TIC Owners - Auburn Hills bankruptcy\_pmc@scmlaw.com  
Penrod W. Keith on behalf of Debtor Noah Corporation pkeith@djplaw.com, khughes@djplaw.com  
Reid W. Lambert on behalf of Creditor Nina D. Johannessen Living Trust rlambert@strongandhanni.com, tlawrence@strongandhanni.com  
Reid W. Lambert on behalf of Creditor Maxon-Multiline, LLC rlambert@strongandhanni.com, tlawrence@strongandhanni.com  
Reid W. Lambert on behalf of Creditor Rosa Ditucci rlambert@strongandhanni.com, tlawrence@strongandhanni.com  
Reid W. Lambert on behalf of Creditor Voynovich Ventures Ltd. rlambert@strongandhanni.com, tlawrence@strongandhanni.com  
Ryan C. Cadwallader on behalf of Creditor Rockwell Debt Free Properties, Inc. rcadwallader@kmclaw.com, tsanders@kmclaw.com  
Shawn T. Richards on behalf of Creditor Rockwell Debt Free Properties, Inc. srichards@kmclaw.com  
Steven W. Call on behalf of Creditor Linda J. Szurgot scall@rqn.com, docket@rqn.com  
Steven W. Call on behalf of Creditor Victor M. Szurgot scall@rqn.com, docket@rqn.com  
T. Edward Cundick on behalf of Creditor Noah Operations Richardson TX, LLC tec@clydesnow.com, laardema@clydesnow.com  
United States Trustee USTPRegion19.SK.ECF@usdoj.gov

TOTAL: 31